

QUIT CLAIM DEED

THIS INDENTURE, made and entered into this ____ day of _____, 2008, by and between **Shelby County, Tennessee, a Political Subdivision of the State of Tennessee**, (hereinafter referred to as "**Grantor**"), and the **City of Memphis, a Municipal Corporation of the State of Tennessee**, (hereinafter referred to as "**Grantee**").

WITNESSETH: That for and in consideration of TEN AND NO/100 DOLLARS (\$ 10.00), cash in hand paid and other good and valuable consideration, the receipt and sufficiency of all of which is hereby acknowledged, **Grantor** has this day bargained and sold and does hereby bargain, sell, remise, release, convey and forever quitclaim unto **Grantee**, its successors and assigns, all of its right, title and interest in and to the following described real estate, situated and being in the City of Memphis, County of Shelby, State of Tennessee, to-wit:

A tract of land known as the Mississippi River Greenbelt Park containing 208.85 acres, more or less.

Being all of the same property conveyed to the Grantor and described by Deeds of Record in the Register's Office of Shelby County, Tennessee, in the Register's Official Record Book under Instrument Numbers K2 0827, G5 9999, G8 2545, G2 9837, R2 4034, G8 1901, K7 9676, and J9 7330; and further described as Tax Parcel Nos. 069077 00034, 069077 00010Z, 069077 00025, 069077 00024, 069077 00009Z, 069077 00021, 001001 00004Z, 001001 00014, 001001 00008Z, 001001 00010, 001001 00009Z, 001001 00016, , 069077 00014, 069077 00027 and 069077 00011Z.

The property hereby conveyed is graphically shown on Exhibit "A", attached hereto and incorporated herein by reference.

EASEMENT RESERVATIONS

The hereinabove described 208.85 acre tract of land is being conveyed subject to any and all easements of record and easements for any existing utility, storm drain and sanitary sewer facilities.

REVERSIONARY CLAUSE

Should the hereinabove described 208.85 acre tract of land subsequently cease to be utilized as a public park, then and in that event, this conveyance shall automatically become void and the rights, title and interest conveyed revert back to Shelby County, Tennessee, a Political Subdivision of the State of Tennessee, or its lawful successor.

This being the same Quit Claim Deed conveyed pursuant to and subject to the certain INTERAGENCY COOPERATION CONTRACT FOR THE TRANSFER OF MISSISSIPPI RIVER GREENBELT PARK BY THE COUNTY OF SHELBY TO THE CITY OF MEMPHIS recorded in the Register's Office of Shelby County, Tennessee, in the Register's Official Record Book under Instrument Number _____.

This conveyance is subject to acceptance by **Grantee**, which acceptance being expressly acknowledged herein by the approval of the proper City Officials as evidenced by their signatures hereinbelow.

IN WITNESS WHEREOF, the undersigned **Grantor** has caused this instrument to be executed by the affixing thereto of the signature of the Mayor of Shelby County, Tennessee, the said Mayor being authorized so to do pursuant to Section 4.03-18 of Chapter 260 of the Private Acts of 1974 in accordance with the approval of the Shelby County Board of Commissioners, on the _____ day of _____, 2008, in Resolution # _____.

Grantee:
CITY OF MEMPHIS, TENNESSEE

By: _____
Dr. Willie W. Herenton, City Mayor

Approved as to Form:

By: _____
City Attorney

Other City Approvals:

By: _____
Director of General Services

By: _____
Director of Park Services

By: _____
City Real Estate Manager

Grantor:
SHELBY COUNTY, TENNESSEE

By: _____
A C Wharton, Jr., County Mayor

**SHELBY COUNTY, TENNESSEE,
FOR THE USE AND BENEFIT OF
THE SHELBY COUNTY
CONSERVATION BOARD**

By: _____
John F. McCormick, Chairman
Shelby County Conservation Board

Approved as to Form:

By: _____
Assistant County Attorney

Other County Approvals:

By: _____
Conservation Board Director

By: _____
County Real Estate Manager

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, the undersigned, a Notary Public within and for said State and County, duly commissioned and qualified, personally appeared **JOHN F. McCORMICK**, with whom I am personally acquainted, and who upon oath acknowledged himself to be the **Chairman of the Shelby County Conservation Board**, the within named bargainor, and that he as such **Chairman**, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the **Shelby County Conservation Board** by himself as such **Chairman**.

WITNESS my hand and Notarial Seal, at office in the City of Memphis, in the County aforesaid, this ____ day of _____, 2008.

Notary Public

MY COMMISSION EXPIRES:

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, the undersigned, a Notary Public within and for said State and County, duly commissioned and qualified, personally appeared **A C WHARTON, JR., Mayor of Shelby County, Tennessee**, with whom I am personally acquainted, and who upon oath acknowledged himself to be the **Mayor of Shelby County, Tennessee**, the within named bargainor, one of the counties of the State of Tennessee, and that he as such **Mayor** of said county, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of **Shelby County, Tennessee**, by himself as such **Mayor** of said **Shelby County, Tennessee**.

WITNESS my hand and Notarial Seal, at office in the City of Memphis, in the County aforesaid, this ____ day of _____, 2008.

Notary Public

MY COMMISSION EXPIRES:

**STATE OF TENNESSEE
COUNTY OF SHELBY**

Before me, the undersigned, a Notary Public within and for said State and County, duly commissioned and qualified, personally appeared **DR. WILLIE W. HERENTON, Mayor of the City of Memphis**, with whom I am personally acquainted, and who upon oath acknowledged himself to be the **Mayor of the City of Memphis**, the within named bargainor, one of the municipal corporations of the State of Tennessee, and that he as such **Mayor** of said City, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the **City of Memphis** by himself as such **Mayor** of said municipal corporation.

WITNESS my hand and Notarial Seal, at office in the City of Memphis, in the County aforesaid, this ____ day of _____, 2008.

Notary Public

MY COMMISSION EXPIRES:

(FOR RECORDING DATA ONLY)

Property Address:

0

Tax Parcel No:

069077 00034, 069077 00010Z, 069077 00025, 069077 00024, 069077 00009Z, 069077 00021, 001001 00004Z, 001001 00014, 001001 00008Z, 001001 00010, 001001 00009Z, 001001 00016, , 069077 00014, 069077 00027 and 069077 00011Z

Mail Tax Bills to: (Person or Agency responsible for payment of taxes)

Exempt - Government

Owners Name and Address:

**City of Memphis
125 N Main Street
Memphis, TN 38103**

This instrument prepared by:

**Shelby County Government
Real Estate Services
SCRE File No. CP07-002
584 Adams Avenue
Memphis, TN 38103
Phone No. (901) 545-3498**

MISSISSIPPI RIVER GREENBELT PARK

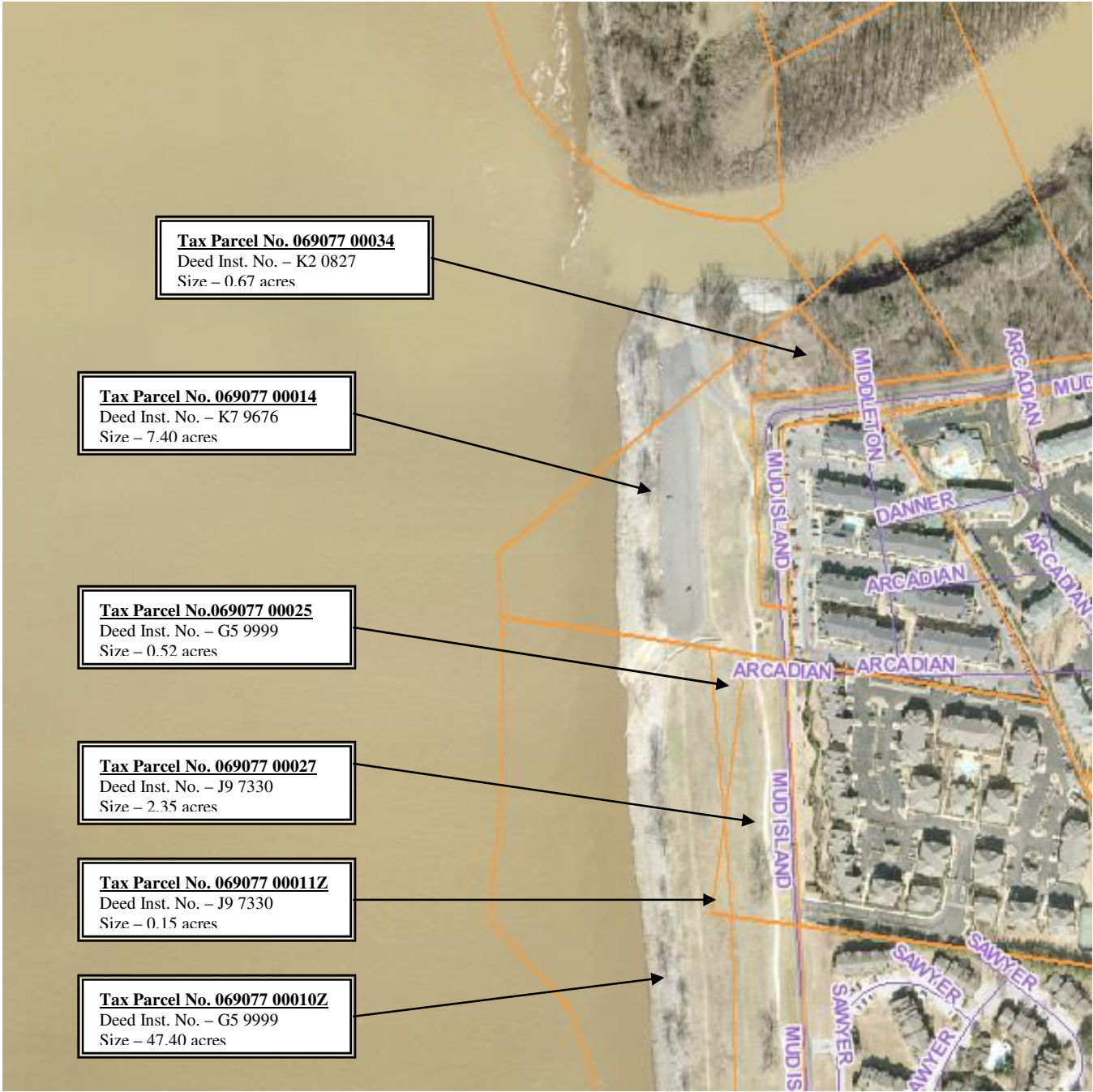


EXHIBIT “A”
Sheet 1 of 6

MISSISSIPPI RIVER GREENBELT PARK



EXHIBIT “A”

Sheet 2 of 6

MISSISSIPPI RIVER GREENBELT PARK



EXHIBIT “A”

Sheet 3 of 6

MISSISSIPPI RIVER GREENBELT PARK



EXHIBIT “A”

Sheet 4 of 6

MISSISSIPPI RIVER GREENBELT PARK



EXHIBIT “A”

Sheet 5 of 6

MISSISSIPPI RIVER GREENBELT PARK

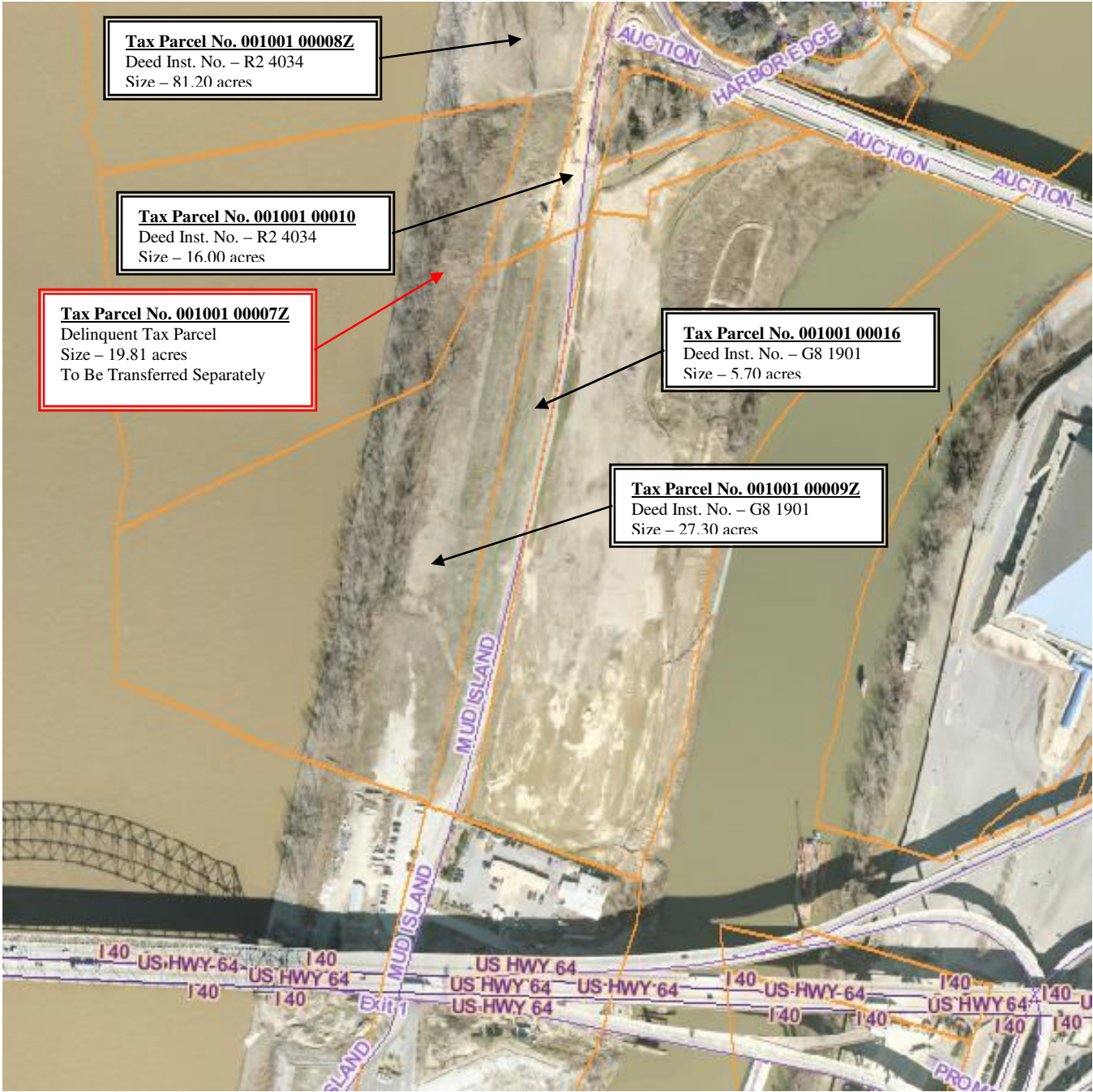


EXHIBIT “A”

Sheet 6 of 6